

**EXHIBIT AY**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:  
SECURITIES INVESTOR PROTECTION :  
CORPORATION, :  
:  
Plaintiff-Applicant, :  
:  
-vs- : 08-01789 (SMB)  
:  
BERNARD L. MADOFF INVESTMENT :  
SECURITIES, LLC, :  
:  
Defendant. :  
:  
-----X

In re:

BERNARD L. MADOFF,  
Debtor.

DEPOSITION OF BERNARD L. MADOFF

(Taken by the Customers)

Butner, North Carolina

June 15, 2016

Reported by: Lisa A. DeGroat, RPR  
Notary Public

A P P E A R A N C E S

For the Customers:

HELEN DAVIS CHAITMAN, Esq.

GREGORY M. DEXTER, Esq.

Chaitman, L.L.P.

465 Park Avenue

New York, New York 10022

(908) 303-4568

hchaitman@chaitmanllp.com

For the Trustee:

SEANNA R. BROWN, Esq.

AMY VANDERWAL, Esq.

Baker & Hostetler, L.L.P.

45 Rockefeller Plaza

New York, New York 10111

(212) 589-4230

sbrown@bakerlaw.com

The Videographer:

Robert Collier

DEPOSITION OF BERNARD L. MADOFF,  
taken by the Customers, at the Federal Correctional  
Institution, Butner Medium I, Old NC Highway 75,  
Butner, North Carolina, on the 15th day of June,  
2016, at 8:50 a.m., before Lisa A. DeGroat,  
Registered Professional Reporter and Notary Public.

C O N T E N T S

The Witness: Bernard L. Madoff	Examination
By Ms. Chaitman . . . . .	6
By Ms. Brown . . . . .	68
By Ms. Chaitman . . . . .	105

I N D E X O F T H E E X H I B I T S

Madoff For Identification

Exhibit 1	Order Authorizing the Deposition .	4
Exhibit 2	Declaration Opposing Trustee's Treatment of Profit Withdrawals .	9
Exhibit 3	8/31/84 statement . . . . .	14
Exhibit 4	12/31/85 statement . . . . .	28
Exhibit 5	6/30/86 statement . . . . .	30
Exhibit 6	7/31/86 statement . . . . .	33
Exhibit 7	2/28/89 statement . . . . .	34
Exhibit 8	10/31/89 statement . . . . .	35
Exhibit 9	4/30/90 statement . . . . .	37
Exhibit 10	12/31/90 statement . . . . .	61
Exhibit 11	5/31/95 statement . . . . .	61
Exhibit 12	Declaration of Bernard L. Madoff .	92
Exhibit 13	Aaron Blecker file, MADTTBB01988418-MADTTBB01988420 . .	101
Exhibit 14	Aaron Blecker file, AMF00154125-AMF00154157 . . . . .	103

1 A. Yes. You -- you --

2 Q. Let me just finish. 1995, say.

3 A. Right.

4 Q. Are there any documentary records which  
5 would prove what you're saying?

6 A. They should all have been available, unless  
7 they were, you know, destroyed or in part of the  
8 record-retention process. There would be blotters.  
9 There would be cash receipts.

10 Depending upon whether the transaction went  
11 through the clearing corporation or whether it was  
12 just an over the -- over-the-window transaction, but  
13 there would be debits and credits in the firm's bank  
14 account.

15 Now, the convertible securities all went  
16 through the Bank of New York. They did not go  
17 through, to my recollection, JPMorgan. Those were  
18 all -- all the investment advisory transactions,  
19 which these would not be considered, going back to  
20 the '80s, went through either Bank of New York,  
21 Banker's Trust.

22 Man, we had -- we had a lot of banks, you  
23 know. There would -- there should be -- just as  
24 there were, you know, transactions that went through  
25 the clearing corp, which would have been NSCC or DTC

1 STATE OF NORTH CAROLINA

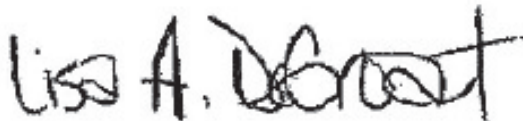
2 COUNTY OF PERSON

3  
4 CERTIFICATE OF TRANSCRIPT

5  
6 I, Lisa A. DeGroat, a Court Reporter and  
7 Notary Public in and for the aforesaid county and  
8 state, do hereby certify that the foregoing  
9 deposition of BERNARD L. MADOFF, was taken by me and  
10 reduced to typewriting under my direction; and the  
11 transcript is a true record of the testimony given  
12 by the witness.

13 I further certify that I am neither attorney  
14 or counsel for, nor related to or employed by any  
15 attorney or counsel employed by the parties hereto  
16 or financially interested in the action.

17 This the 16th day of June, 2016.

18  
19  
20   
21

22  
23 LISA A. DeGROAT

Registered Professional Reporter

24 Notary Public #19952760001

Expiration Date: December 8, 2020

Federal Rules of Civil Procedure

Rule 30

(e) Review By the Witness; Changes.

(1) Review; Statement of Changes. On request by the deponent or a party before the deposition is completed, the deponent must be allowed 30 days after being notified by the officer that the transcript or recording is available in which:

(A) to review the transcript or recording; and

(B) if there are changes in form or substance, to sign a statement listing the changes and the reasons for making them.

(2) Changes Indicated in the Officer's Certificate. The officer must note in the certificate prescribed by Rule 30(f)(1) whether a review was requested and, if so, must attach any changes the deponent makes during the 30-day period.

DISCLAIMER: THE FOREGOING FEDERAL PROCEDURE RULES ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY.

THE ABOVE RULES ARE CURRENT AS OF SEPTEMBER 1, 2016. PLEASE REFER TO THE APPLICABLE FEDERAL RULES OF CIVIL PROCEDURE FOR UP-TO-DATE INFORMATION.

VERITEXT LEGAL SOLUTIONS  
COMPANY CERTIFICATE AND DISCLOSURE STATEMENT

Veritext Legal Solutions represents that the foregoing transcript is a true, correct and complete transcript of the colloquies, questions and answers as submitted by the court reporter. Veritext Legal Solutions further represents that the attached exhibits, if any, are true, correct and complete documents as submitted by the court reporter and/or attorneys in relation to this deposition and that the documents were processed in accordance with our litigation support and production standards.

Veritext Legal Solutions is committed to maintaining the confidentiality of client and witness information, in accordance with the regulations promulgated under the Health Insurance Portability and Accountability Act (HIPAA), as amended with respect to protected health information and the Gramm-Leach-Bliley Act, as amended, with respect to Personally Identifiable Information (PII). Physical transcripts and exhibits are managed under strict facility and personnel access controls. Electronic files of documents are stored in encrypted form and are transmitted in an encrypted fashion to authenticated parties who are permitted to access the material. Our data is hosted in a Tier 4 SSAE 16 certified facility.

Veritext Legal Solutions complies with all federal and State regulations with respect to the provision of court reporting services, and maintains its neutrality and independence regardless of relationship or the financial outcome of any litigation. Veritext requires adherence to the foregoing professional and ethical standards from all of its subcontractors in their independent contractor agreements.

Inquiries about Veritext Legal Solutions' confidentiality and security policies and practices should be directed to Veritext's Client Services Associates indicated on the cover of this document or at [www.veritext.com](http://www.veritext.com).